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Attorneys for Defendants Deutsche Bank AG,
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**UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA**

Edward D. Fagan, individually, and as
a member of the "Interest Association
of Wertheim Heirs",

Plaintiff,

v.

Deutsche Bank AG, Deutsche Bank
Suisse Geneva, Deutsche Bank Spain
SA and Hans Hoffmann, deceased
Honorary Consul General of Germany
to Spain,

Defendants.

Case No. CV 12-07582 DSF(MANx)

**DECLARATION OF HEINER WILL
IN FURTHER SUPPORT OF
DEUTSCHE BANK AG, DEUTSCHE
BANK (SUISSE) SA, AND
DEUTSCHE BANK, S.A.E.'S
MOTION TO DISMISS**

Complaint Filed: September 5, 2012
Judge: Hon. Dale S. Fischer
Hearing Date: None unless ordered by
Court (*See* ECF No. 29)
Hearing Time: 1:30 p.m.
Courtroom: 840 - Roybal

1 Heiner Will declares, pursuant to 28 U.S.C. § 1746:

2 1. I am an attorney in the legal department of Deutsche Bank AG
3 (“DB AG”). I have held that position since January 1, 1999.
4

5 2. I make this declaration in further support of DB AG, Deutsche
6 Bank (Suisse) SA (“DB Suisse”), and Deutsche Bank S.A.E’s (“DB Spain”)
7 (collectively, the “DB Defendants”) Motion to Dismiss the Complaint.
8

9 3. The following statements are based upon my personal
10 knowledge, my review of documents prepared and maintained by the DB
11 Defendants in their ordinary course of business, and upon information provided by
12 employees of the DB Defendants responsible for and with knowledge of the
13 business records of the DB Defendants.
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15 4. Contrary to the statement in Plaintiff’s opposition to the DB
16 Defendants’ motion to dismiss at page 22, DB Spain and DB Suisse do not share a
17 common management or supervisory board.
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19 5. Contrary to the statement in Plaintiff’s opposition to the DB
20 Defendants’ motion to dismiss at page 22, DB Spain and DB Suisse do not have
21 common stocks and dividends.
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23 6. Contrary to the statement in Plaintiff’s opposition to the DB
24 Defendants’ motion to dismiss at page 22, although DB Spain and DB Suisse
25 sometimes refer to themselves as *part* of “The Deutsche Bank Group” in marketing
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1 materials, they do not operate under that name because there is no legal entity
2 named "The Deutsche Bank Group".
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4 7. DB Spain has regular board meetings separate from DB AG
5 and DB Suisse.

6 8. DB Suisse has regular board meetings separate from DB AG
7 and DB Spain.
8

9 9. DB Spain observes corporate formalities separate from DB AG
10 and DB Suisse.
11

12 10. DB Suisse observes corporate formalities separate from DB AG
13 and DB Spain.

14 11. The assets of DB Spain are not commingled with the assets of
15 DB AG or DB Suisse.
16

17 12. The assets of DB Suisse are not commingled with the assets of
18 DB AG or DB Spain.
19

20 13. DB Spain and DB Suisse have separate offices.

21 14. DB AG and DB Suisse have separate offices.
22

23 15. The DB AG branch in Spain shares some office space with DB
24 Spain, but DB Spain also maintains its own office space separate from DB AG.

25 16. Contrary to the statement in Plaintiff's opposition to the DB
26 Defendants' motion to dismiss at page 22, DB AG does not unilaterally determine
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1 the activities and direction of DB Spain or DB Suisse. The boards of directors of
2 those entities have their own decision making power.
3

4 17. I consulted with each of the DB Defendants and can represent
5 to the Court that, if this case were to be dismissed on *forum non conveniens*
6 grounds and the Plaintiff were to re-file the same claims in Switzerland, each of the
7 DB Defendants would consent to jurisdiction in Switzerland for that lawsuit.
8

9 I declare under penalty of perjury under the laws of the United States
10 of America that the foregoing is true and correct.
11

12 Executed on December 14, 2012 at Frankfurt am Main, Germany.

13 
14 _____
15 Heiner Will
16 Senior Counsel of Deutsche Bank AG
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PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is 601 South Figueroa Street, 30th Floor, Los Angeles, California 90017.

On December 14, 2012, I served the foregoing document(s) described as **DECLARATION OF HEINER WILL IN FURTHER SUPPORT OF DEUTSCHE BANK AG, DEUTSCHE BANK (SUISSE) SA, AND DEUTSCHE BANK, S.A.E.'S MOTION TO DISMISS** on the interested parties in this action:

X by placing ___ the original X a true copy thereof enclosed in sealed envelopes addressed as follows:

Edward D. Fagan
Interest Association of Wertheim Heirs
5708-01 Arbor Club Way
Boca Raton, FL 33433
faganinternational@gmail.com

X **BY ELECTRONIC TRANSMISSION:** The foregoing document was transmitted via the Court's ECF System to the parties listed on the attached service list.

X **(FEDERAL)** I declare that I am employed in the office of a member of the bar of this court at whose direction the service was made.

Executed on December 14, 2012 at Los Angeles, California.

/s/ Alice Garcia
Alice Garcia